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Attorneys for Creditor
FINANCIAL GUARANTY INSURANCE COMPANY

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

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In re)	
)	Case No. 12-12020 (MG)
RESIDENTIAL CAPITAL, LLC, et al.,)	
)	Chapter 11
Debtors.)	
)	Jointly Administered
)	
)	
-----	x	

**NOTICE OF INTENT TO PARTICIPATE IN
DISCOVERY RELATED TO PLAN CONFIRMATION**

NOTICE IS HEREBY GIVEN that Creditor Financial Guaranty Insurance Company (“FGIC”), represented by Jones Day, (i) is a creditor in these case, having filed proofs of claim against Residential Capital, LLC, GMAC Mortgage, LLC, and Residential Funding Company, LLC, which claims were assigned claim numbers 4871, 4870 and 4868, respectively, in an aggregate amount of at least \$1.85 billion in connection with, among other things, certain civil actions (the “Civil Actions”) relating to certain insurance policies FGIC issued whereby it insured the payment of principal and interest of certain securities, notes, bonds, certificates, and/or other instruments backed by residential mortgage loans; and (ii) is a party-in-interest in the confirmation of a plan on the basis that it is a Consenting Claimant and a Supporting Party, as those terms are defined in that certain Plan Support Agreement dated as of May 13, 2013;

ACCORDINGLY, PLEASE TAKE FURTHER NOTICE that, subject to any objections by the Debtors or the Statutory Committee of Unsecured Creditors appointed in the Chapter 11 Cases and/or any limitations imposed by the Court, the above-named creditor and party-in-interest and its counsel, Jones Day, intend to participate in Plan Discovery, as defined in the Order Establishing Procedures in Connection with Discovery Related to Plan Confirmation

and Other Issues, entered by the Court on September 9, 2013 [Docket No. 4974] (the “Discovery Procedures Order”).¹

Dated: September 16, 2013

JONES DAY

By: /s/ Richard L. Wynne
Richard Wynne
Attorneys for Creditor
Financial Guaranty Insurance Company

Contact Information for Creditor and Party-in-Interest:

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Designation of Contacts to Receive Any Notice(s) Required Under the Order:

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¹ Jones Day represents FGIC in certain mortgage related litigation against the Debtors and Ally Financial Inc. To the extent that the proposed plan of reorganization is not confirmed, Jones Day will continue to represent FGIC in these litigations. Thus, in accordance with Paragraph 7(b) of the applicable Confidentiality Order (attached to the Discovery Procedures Order as Exhibit B), Jones Day requests that the Debtors and AFI take measures sufficient to wall off Jones Day’s attorneys and staff from any Professional Eyes Only documents. Jones Day will separately communicate this request to the Debtors and Ally Financial Inc.